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PROPOSED ATTORNEYS FOR DEBTORS

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re: § Chapter 11
§
ERG Intermediate Holdings, LLC, *et al.*,¹ § Jointly Administered
§
Debtors. § Case No.: 15-31858-hdh-11

AGREED MOTION FOR AN ORDER RESETTING HEARING

The above-captioned debtors (collectively, the "Debtors") hereby move the Court (this "Motion") to reset the hearing regarding payment of prepetition California royalty obligations (the "California Royalties Hearing") pursuant to the Motion of the Debtors for an Order (I) Authorizing Them to Pay Certain Prepetition Obligations on Account of Royalties, Overriding Royalty Interests, Working Interest Owner Payments and Severance Taxes and (II) Authorizing Banks to Honor and Process Related Checks and Electronic Transfers (the "Royalty Motion") [Docket No. 14] to **June 24, 2015** after consultation and agreement with counsel for (a) the Office of the United States Trustee for the Northern District of Texas

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are ERG Intermediate Holdings, LLC (2521); ERG Resources, L.L.C. (0408); West Cat Canyon, L.L.C. (7377); ERG Interests, LLC (2081); and ERG Operating Company, LLC (8385). ERG Intermediate Holdings, LLC is the direct or indirect parent of each of its affiliated Debtors. The mailing address for each of the Debtors, with the exception of ERG Operating Company, LLC, is 333 Clay Street Suite 4400, Houston, TX 77002. The mailing address for ERG Operating Company, LLC is 4900 California Avenue Suite 300B, Bakersfield, CA 93309. The above addresses are listed solely for the purposes of notices and communications.

(the "U.S. Trustee"), (b) the Debtors' pre-petition and post-petition secured lenders ("CLMG"), (c) the Official Committee of Unsecured Creditors (the "Committee") and (d) Chevron U.S.A. Inc. and Union Oil Corporation of California (together, "Chevron").

The California Royalty Hearing

1. On May 6, 2015, the Court entered an order granting certain of the relief sought pursuant to the Royalty Motion with regard to severance taxes and royalties in Texas [Docket No. 51]. The California Royalties Hearing was initially scheduled and noticed for May 22, 2015 [Docket No. 59]. Pursuant to the agreement of the parties in interest, the California Royalties Hearing was subsequently rescheduled and noticed for hearing on June 9, 2015 [Docket No. 133].

2. Pursuant to continuing negotiations among the Debtors, CLMG, the Committee and Chevron, each of these parties has agreed to continue the California Royalties Hearing to **June 24, 2015 at 9:00 am.**

3. The Debtors further request, in accordance with the Court's complex case management order [Docket No. 61], that the objection deadline for the California Royalties Hearing be set for June 17, 2015 and the deadline for replies to such objections be set for June 19, 2015.

WHEREFORE, the Debtors respectfully request that the Court enter an order substantially in the form attached hereto as Exhibit A: (i) granting the relief sought herein; and (ii) granting to the Debtors such other and further relief as the Court may deem proper.

Dated: June 3, 2015
Dallas, Texas

Respectfully submitted,

/s/ Tom A. Howley

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CERTIFICATE OF CONFERENCE

I, Tom A. Howley, hereby certify that conferences have been held among counsel for the Debtors, the Committee, CLMG, Chevron and the U.S. Trustee with respect to the California Royalties Hearing and that each has agreed to the relief sought in this Motion.

Dated: June 3, 2015
Dallas, Texas

Respectfully submitted,

/s/ Tom A. Howley

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EXHIBIT A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

ERG Intermediate Holdings, LLC, *et al.*,¹

Debtors.

§ Chapter 11

§ Jointly Administered

§ Case No.: 15-31858-hdh-11

ORDER RESETTING HEARING

This matter coming before the Court on the Agreed Motion for an Order Resetting Hearing (the "Motion"),² filed by the above-captioned debtors (collectively, the "Debtors"); the Court having reviewed the Motion; the Court having found that (i) the Court has jurisdiction

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² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue is proper in this District pursuant to 28 U.S.C. § 1409, (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b), (iv) notice of the Motion was sufficient under the circumstances; after due deliberation the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates and their creditors; and good and sufficient cause having been shown;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The California Royalties Hearing will be held on **June 24, 2015 at 9:00 a.m. (CDT)** at the United States Bankruptcy Court, 1100 Commerce Street, 14th Floor, Courtroom #3, Dallas, TX 75242-1496. The objection deadline for the California Royalties Hearing will be June 17, 2015 and the deadline for any reply to such objections will be June 19, 2015.
3. The Debtors will promptly serve this Order upon the most current Service List filed with the Court pursuant to the Order Granting Complex Chapter 11 Bankruptcy Case Treatment [Docket No. 61].

###END OF ORDER###

Submitted by:

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